UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

PERFECT 10, INC.,

Plaintiff,

-against-

TUMBLR, INC.,

Defendant.

No. 12 Civ. 3552 (DLC)

ECF Case

<u>DISCLOSURE STATEMENT</u> PURSUANT TO FED. R. CIV. P. 7.1

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, and to enable Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, Defendant Tumblr, Inc., through its attorneys, hereby certifies the following: Tumblr, Inc. has no parent company, and no publicly held corporation owns more than 10% of Tumblr, Inc.'s stock.

Dated: June 12, 2012

New York, New York

Respectfully submitted, TUMBLR, INC.

s/ Rachel Herrick Kassabian

Rachel Herrick Kassabian QUINN EMANUEL URQUHART & SULLIVAN, LLP 555 Twin Dolphin Drive, 5th Floor Redwood Shores, CA 94065

Email: rachelkassabian@quinnemanuel.com

Telephone: (650) 801-5000 Facsimile: (650) 801-5100

Todd Anten

QUINN EMANUEL URQUHART & SULLIVAN, LLP 51 Madison Avenue, 22nd Floor New York, New York 10010

Email: toddanten@quinnemanuel.com

Telephone: (212) 849-7000 Facsimile: (212) 849-7100

Attorneys for Tumblr, Inc.